

Summary of Total Fees and Expenses Requested	
Total Compensation Incurred	\$51,236.29 ²
Less 20% Holdback	\$10,247.26
Total Reimbursement Requested	\$0
Total Compensation and Reimbursement Requested in this Statement	\$40,989.03
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the *Order Authorizing the Retention and Employment of Arnold & Porter Kaye Scholer LLP as Special Counsel for the Debtors Nunc Pro Tunc to the Petition Date*, dated December 20, 2019 [Docket No. 691] (the “**Retention Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “**Interim Compensation Order**”), Arnold & Porter Kaye Scholer LLP (“**A&P**”), special counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from September 16, 2019 Through September 30, 2019* (this “**Fee Statement**”).³ By this Fee Statement, A&P seeks (i) compensation in the amount of

² This amount reflects a reduction in fees in the amount of \$9,041.71 on account of voluntary discounts on fees as described in the Application of Debtors for Authority to Retain and Employ Arnold & Porter Kaye Scholer LLP as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 593] (the “**Retention Application**”).

³ The period from September 16, 2019, through and including September 30, 2019, is referred to herein as the “**Fee Period**.”

\$40,989.03 which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that A&P incurred in connection with such services during the Fee Period (*i.e.*, \$51,236.29) and (ii) payment of \$0 for the actual, necessary expenses that A&P incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by A&P partners, counsel, associates, counsel, and paraprofessionals during the Fee Period with respect to each of the project categories A&P established in accordance with its internal billing procedures. As reflected in **Exhibit A**, A&P incurred \$51,236.29 in fees during the Fee Period. Pursuant to this Fee Statement, A&P seeks reimbursement for 80% of such fees, totaling \$40,989.03.

2. Attached hereto as **Exhibit B** is a chart of A&P professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$842.70.⁴

3. A&P did not incur or disburse any expenses during the Fee Period.

4. Attached hereto as **Exhibit C** are the time records of A&P for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during the Fee Period.

⁴ This blended hourly rate is for all Arnold & Porter attorney timekeepers who provided services during the Fee Period and takes into account the voluntary discount.

Notice

5. A&P will provide notice of this Fee Statement in accordance with the Interim Compensation Order. A&P submits that no other or further notice be given.

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WHEREFORE, A&P, in connection with services rendered on behalf of the Debtors, respectfully requests (i) compensation in the amount of \$40,989.03, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that A&P incurred in connection with such services during the Fee Period (*i.e.*, \$51,236.29) and (ii) payment of \$0 for the actual, necessary expenses that A&P incurred in connection with such services during the Fee Period.

Dated:

January 14, 2020

Respectfully submitted,

By: /s/ Rory Greiss

**ARNOLD & PORTER KAYE
SCHOLER LLP**

Rory Greiss
250 West 55th Street
New York, New York 10019
rory.greiss@arnoldporter.com

- AND -

Rosa J. Evergreen
601 Massachusetts Ave, NW
Washington, DC 2001-3743
rosa.evergreen@arnoldporter.com

Special Counsel to the Debtors

Exhibit A

Fees by Project Category

Project Category	Total Hours	Total Fees
Miscellaneous - General Advice	14.80	10,795.85
Amneal Pharmaceuticals, LLC	6.60	6,223.27
Harm Reduction Therapeutics	27.50	25,614.75
Rhodes Technologies	1.50	1,422.90
Project Artic	3.50	2,275.02
Project Windshield	3.70	2,565.30
Amendment to Shionogi Collaboration	3.20	2,339.20
Total⁵	60.80	\$51,236.29

⁵ This amount reflects a reduction in fees in the amount of \$9,041.71 on account of voluntary discounts on fees as described in the Retention Application.

Exhibit B

Professional and Paraprofessional Fees

Name of Professional Person	Position	Year of Obtaining License to Practice (if Applicable)	Hourly Billing Rate	Total Billed Hours	Total Compensation
Wallace, William	Partner	1980	1,080.00	18.2	19,656.00
Abramowitz, Laurie	Partner	1988	1,125.00	0.8	900.00
Greiss, Rory	Partner	1981	1,125.00	22.1	24,862.50
Kosaras, Andras	Counsel	2002	845.00	0.6	507.00
Rothman, Eric	Counsel	2008	860.00	4.8	4,128.00
Conway, Tyler	Associate	2015	715.00	9.5	6,792.50
Rosato, Danielle	Associate	2015	715.00	4.8	3,432.00
Total				60.80	60,278.00
Less 15% Discount					(9,041.71)
Discounted Total					51,236.29
Less 20% Holdback					(10,247.26)
Total Amount Requested Herein					\$40,989.03

Exhibit C

Detailed Time Records and Expenses

Arnold & Porter

Purdue Pharma L.P.
Philip C. Strassburger, Esq.
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

October 2, 2019
Invoice # 30106031
EIN 53-0208605

Client/Matter # 1049218.00001

Miscellaneous

1000000570

For Legal Services Rendered through September 30, 2019	\$	12,701.00
Less Discount:		<u>-1,905.15</u>
Fee Total		10,795.85
Total Amount Due	\$	<u>10,795.85</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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October 2, 2019

Invoice # 30106031

(1049218.00001)
Miscellaneous

Legal Services:

Name	Date	Hours	Narrative
Tyler Conway	09/16/19	6.50	Review of termination provisions in license and distribution agreements; prepared summaries relating to the same
Tyler Conway	09/18/19	2.20	Review of termination provisions in license and distribution agreements
Rory Greiss	09/19/19	1.10	Review and comment on memo re: termination provisions of DSA and PLA's drafted by T. Conway.
William E. Wallace	09/19/19	0.80	Review memo re: Terminal Dates.
Rory Greiss	09/20/19	1.50	Continued work re: memo on termination of DSA and PLAs with T. Conway and B. Wallace; send draft of memo to R. Kreppel.
William E. Wallace	09/20/19	0.40	Review termination data chart and revisions.
Tyler Conway	09/20/19	0.80	Revised summary of termination provisions of Patent License and Settlement Agreements
Rory Greiss	09/23/19	1.50	Work re: memo on terminations of DSA and PLAs.
Total Hours		14.80	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	4.10	1,125.00	4,612.50
William E. Wallace	1.20	1,080.00	1,296.00
Tyler Conway	9.50	715.00	6,792.50
TOTAL	14.80		12,701.00

Total Current Amount Due

\$10,795.85

Arnold & Porter

Purdue Pharma L.P.
Philip C. Strassburger, Esq.
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

October 2, 2019
Invoice # 30101997
EIN 53-0208605

Client/Matter # 1049218.00127

Amneal Pharmaceuticals, LLC

20180001638

For Legal Services Rendered through September 30, 2019	\$	7,321.50
Discount		<u>-1,098.23</u>
Total Amount Due	\$	<u>6,223.27</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
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October 2, 2019

Invoice # 30101997

(1049218.00127)

Amneal Pharmaceuticals, LLC

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	09/18/19	2.80	Conference call with R. Kreppel and B. Wallace; review Kashiv DSA and Settlement Agreement; begin drafting agreement for Kashiv to appoint Amneal as sub-distributor.
William E. Wallace	09/18/19	1.00	Call from Kreppel; review Kashiv Distribution Agreement; discussion with Greiss.
Rory Greiss	09/19/19	1.50	Continued work re: Kashiv/Amneal subdistributor agreement; finalize draft with B. Wallace and send to Purdue team; review comments from R. Inz, etc.
William E. Wallace	09/19/19	1.30	Reviewing / revising Kashiv/ Amneal agreement; discussion with Greiss.
Total Hours		6.60	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	4.30	1,125.00	4,837.50
William E. Wallace	2.30	1,080.00	2,484.00
TOTAL	6.60		7,321.50

Total Current Amount Due

\$6,223.27

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

October 2, 2019
Invoice # 30101998
EIN 53-0208605

Client/Matter # 1049218.00128

Harm Reduction Therapeutics

20180001766

For Legal Services Rendered through September 30, 2019	\$	30,135.00
Discount		<u>-4,520.25</u>
Total Amount Due	\$	<u>25,614.75</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
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October 2, 2019

Invoice # 30101998

(1049218.00128)

Harm Reduction Therapeutics

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	09/19/19	3.10	Draft Development Agreement for \$2.5 million funding for development of naloxone intranasal spray product.
William E. Wallace	09/19/19	1.20	Revising development agreement; discussion with Greiss.
Rory Greiss	09/20/19	1.50	Continued work in connection with Development Agreement; correspondence and teleconference with Strassburger, etc.
William E. Wallace	09/20/19	0.30	Review comments re: development agreement.
Rory Greiss	09/23/19	1.00	Continued work re: finalization of funding agreement.
William E. Wallace	09/23/19	2.50	Revising Development Agreement; conference call with HRT; discussion with Greiss.
Laurie Abramowitz	09/24/19	0.80	Telephone conference with B. Wallace, A. Kosaras, R. Inz and S. DiFazio; reviewing revised Agreement.
Rory Greiss	09/24/19	0.80	Continued work re: agreement for funding development of naloxone intranasal spray product.
William E. Wallace	09/24/19	2.30	Review comments; conference call with Inz and Finetta; revising agreement.
Andras Kosaras	09/24/19	0.60	Review revised draft development agreement with HRT and provide comments to R. Greiss, L. Abramowitz and W. Wallace re same; phone call with P. Strassburger and Purdue team re same.
William E. Wallace	09/25/19	1.80	Follow up on open items; revising agreement, preparing summary.
Rory Greiss	09/26/19	0.80	Correspondence etc., re: funding agreement and future funding agreements, etc.
William E. Wallace	09/26/19	1.70	Revising HRT agreement; discussion with Greiss.
Rory Greiss	09/27/19	4.80	Draft next phase funding agreement; conference call with R. Inz and P. Strassburger re: next 3 HRT agreements with B. Wallace; revise draft of next phase agreement, etc.
William E. Wallace	09/27/19	2.80	Preparing further HRT agreements; call with Strassburger and Inz; discussion with Greiss.
William E. Wallace	09/30/19	1.50	Review comments from Inz and Strassburger; prepare riders for HRT agreement.
Total Hours		27.50	

October 2, 2019

Invoice # 30101998

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Laurie Abramowitz	0.80	1,125.00	900.00
Rory Greiss	12.00	1,125.00	13,500.00
William E. Wallace	14.10	1,080.00	15,228.00
Andras Kosaras	0.60	845.00	507.00
TOTAL	27.50		30,135.00

Total Current Amount Due

\$25,614.75

Arnold & Porter

Purdue Pharma L.P.
Philip Strassburger, Esq.
One Stamford Forum
Stamford, CT 06901-3431

October 2, 2019
Invoice # 30102000
EIN 53-0208605

Client/Matter # 1049218.00132

Rhodes Technologies

20180001916

For Legal Services Rendered through September 30, 2019	\$	1,674.00
		<u>-251.10</u>
Total Amount Due	\$	<u>1,422.90</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
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October 2, 2019

Invoice # 30102000

(1049218.00132)
Rhodes Technologies

Legal Services:

Name	Date	Hours	Narrative
William E. Wallace	09/16/19	0.30	Review issues re: Butrans distribution agreement; discussion with Greiss.
Rory Greiss	09/17/19	1.20	Review distribution agreement between Purdue and Rhodes; correspondence with Strassburger, etc.
Total Hours		1.50	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	1.20	1,125.00	1,350.00
William E. Wallace	0.30	1,080.00	324.00
TOTAL	1.50		1,674.00

Total Current Amount Due

\$1,422.90

Arnold & Porter

Purdue Pharma L.P.
Attn: Phillip C. Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901

October 2, 2019
Invoice # 30106035
EIN 53-0208605

Client/Matter # 1049218.00135

Project Artic

20190002247

For Legal Services Rendered through September 30, 2019	\$	2,676.50
Discount:		<u>-401.48</u>
Fee Total		2,275.02
Total Amount Due	\$	<u>2,275.02</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
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October 2, 2019

Invoice # 30106035

(1049218.00135)
Project Artic

Legal Services:

Name	Date	Hours	Narrative
Danielle Rosato	09/27/19	0.70	Reviewed revised draft Development Agreement Artic.
Danielle Rosato	09/30/19	1.60	Conference with Purdue team re: revised draft; email correspondence re: the same; de-brief with E. Rothman re: the same.
Eric Rothman	09/30/19	1.20	TC with Purdue to discuss Artic draft.
Total Hours		3.50	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Eric Rothman	1.20	860.00	1,032.00
Danielle Rosato	2.30	715.00	1,644.50
TOTAL	3.50		2,676.50

Total Current Amount Due

\$2,275.02

Arnold & Porter

Purdue Pharma L.P.
Attn: Phillip C. Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901

October 2, 2019
Invoice # 30106037
EIN 53-0208605

Client/Matter # 1049218.00140

Project Windshield

20190002276

For Legal Services Rendered through September 30, 2019	\$	3,018.00
Discount:		<u>-452.70</u>
Fee Total		2,565.30
Total Amount Due	\$	<u>2,565.30</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

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P.O. Box 759451
Baltimore, MD 21275-9451

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October 2, 2019

Invoice # 30106037

(1049218.00140)
Project Windshield

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	09/19/19	0.50	Review K.M.'s revised term sheet.
William E. Wallace	09/26/19	0.30	Discussion with Rothman re: various issues.
Danielle Rosato	09/30/19	2.50	Reviewed executed term sheet; began drafting Development Agreement.
Eric Rothman	09/30/19	0.40	TC with Purdue to discuss Windshield Term Sheet.
Total Hours		3.70	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	0.50	1,125.00	562.50
Eric Rothman	0.40	860.00	344.00
William E. Wallace	0.30	1,080.00	324.00
Danielle Rosato	2.50	715.00	1,787.50
TOTAL	3.70		3,018.00

Total Current Amount Due

\$2,565.30

Arnold & Porter

Purdue Pharma L.P.
Attn: Phillip C. Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901

November 5, 2019
Invoice # 30106741
EIN 53-0208605

Client/Matter # 1049218.00144

Amendment to Shionogi Collaboration

20190002605

For Legal Services Rendered through September 30, 2019	\$	2,752.00
Discount:		<u>-412.80</u>
Fee Total		2,339.20
Total Amount Due	\$	<u>2,339.20</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

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November 5, 2019

Invoice # 30106741

(1049218.00144)

Amendment to Shionogi Collaboration

Legal Services:

Name	Date	Hours	Narrative
Eric Rothman	09/25/19	3.20	drafted 6th Amendment to Shionogi Agreement for autism spectrum field of use.
Total Hours		3.20	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Counsel			
Eric Rothman	3.20	860.00	2,752.00
Subtotal:	3.20		2,752.00
TOTAL	3.20		2,752.00

Total Current Amount Due	\$2,339.20
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